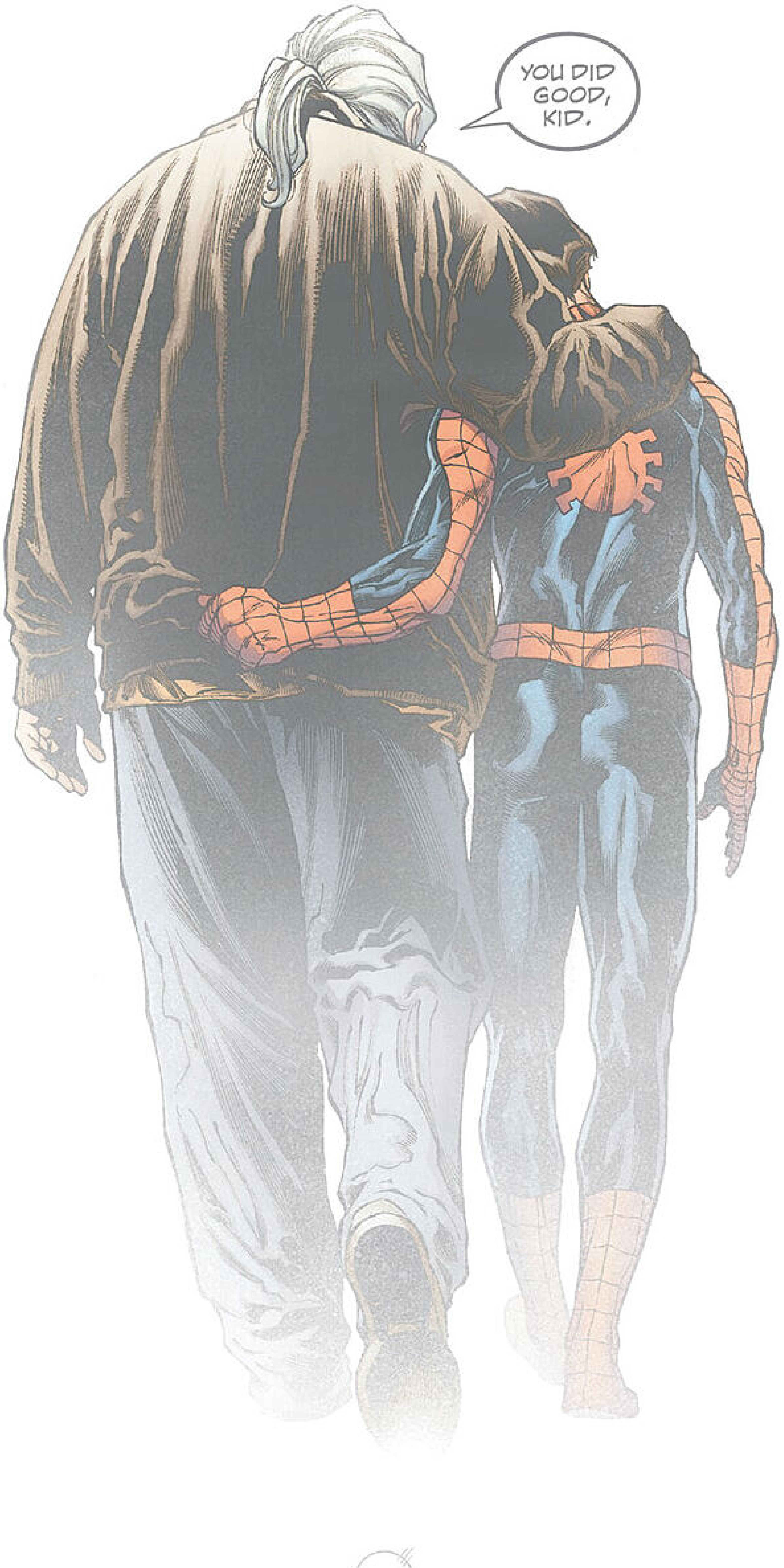
ULTIMATE SPIDER-MAN®

MARVEL

BENDIS • BAGLEY



DEATH OF SPIDER-MAN

156

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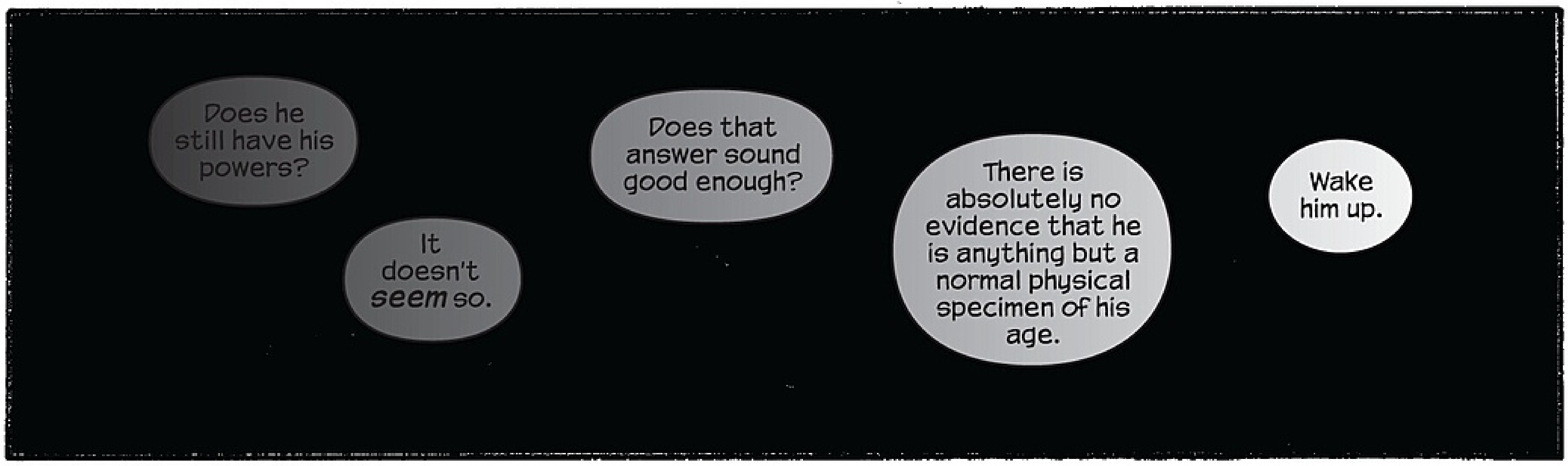
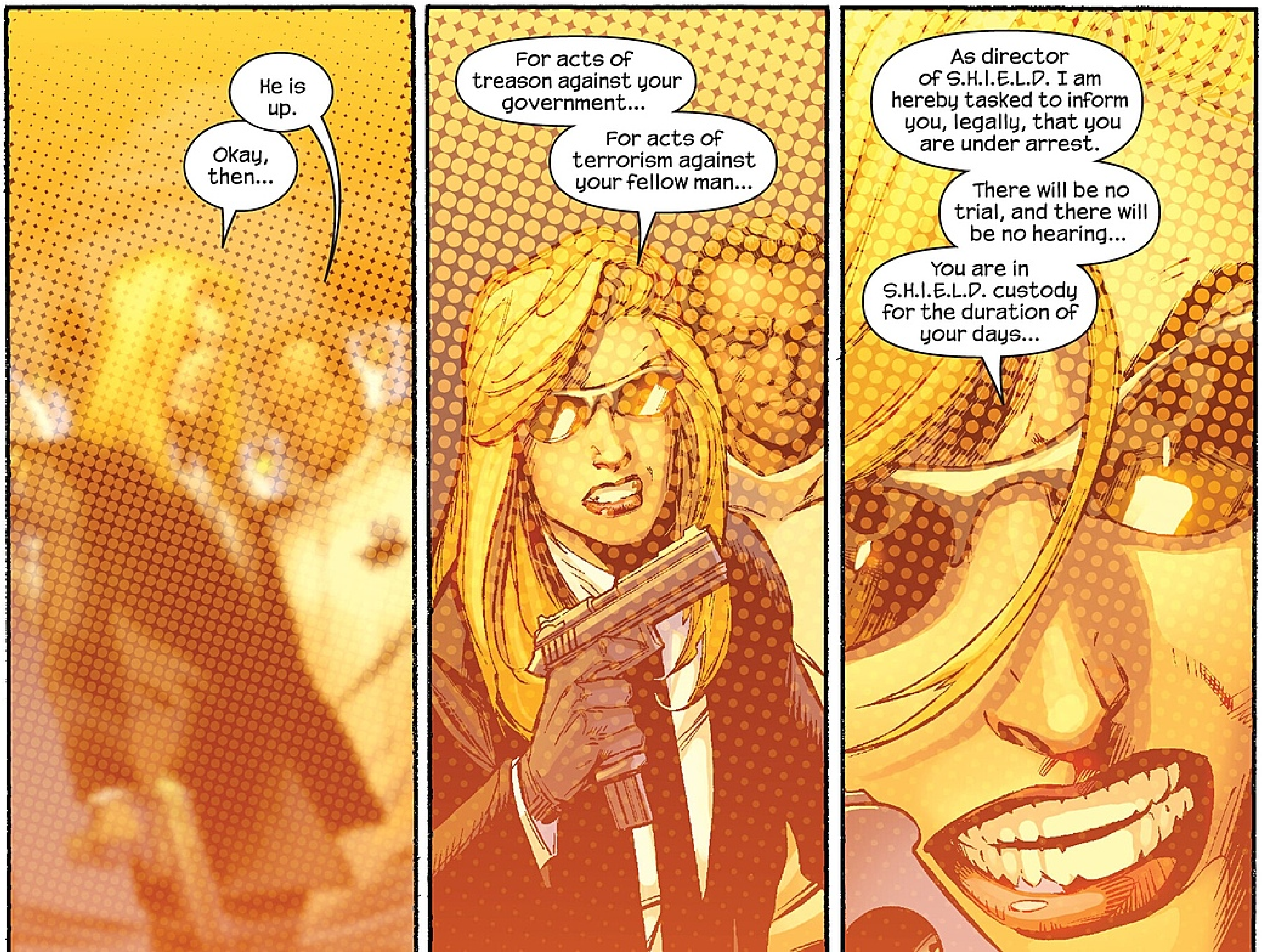


THE DEATH OF SPIDER-MAN



So, let me get this straight, Peter...
J. Jonah Jameson *knows* your big secret and not only is he *not* going to tell anybody, but he gave you a *job* and the freedom to come and go as you *please?*
That is *exactly* it, Mary Jane.
Do you *trust* him?
Here's the thing...I kind of *have* to.
Well, *that's* true.
And I kind of have to believe that if he was going to out me, he would have done it already.
Whatsh?
I can't fathom a reason why, if he wanted to, he wouldn't have done it with a *"stop the presses!!"*
I'm just very happy.
I never thought we'd get back together.
Me too.
And I honestly can't think of a reason why we should have broken up in the first place.
It probably has something to do with your stressful double life.
You know, I thought of that, but I have a theory--
DODODO
NOKIA
Who is it?

S.H.I.E.L.D. Containment Facility, Triskelion, Subbasement 22.
Norman Osborn.
Can you confirm that you understand the words you just heard?
(Not that it matters to me personally one way or another.)
I thought I'd died.
And that little brain teaser is first on our 'things to figure out about you' list.
Try it, Osborn.
I'd like nothing more.
That's what I thought.

It says 212-000-0000
I'm not picking up.
It's a telemarketer.
If you pick up and tell them to stop calling you they have to *legally* stop calling you.
DODODO
Ugh!
Just pick it up and tell them what's what.
Not giving them the satisfaction.
Look at you... Always fighting for truth and justice.
DODODO
Ugh!
Come on!
Pick it up!
No.
Maybe it's important.
Give it.
No.
DODODO
I have a way with the people--
I'll answer it.
Tell them you're Johnny Storm.
I got it.
DODODO
You're on the air.
Look out the window.

Put on your uniform, soldier.
It's time for boot camp.
Meet me at 1st Calvary Forest Hills cemetery in fifteen minutes.
Oh, my God.
Who is that?
Seriously, who *is* that?
Uh, boy.
Is that who I think it is?
If you think it's Captain America without his costume on come to give me a hard time, then ***yes,*** that *is* who you think it is.
Wow! What is that all about?
I might have forgotten to tell you, but--
You have training.
You know.
Gwen told me.
I gotta go.
Yes, you do.
I feel bad.
That's your default feeling. I'm okay.
I love you.
I love you too.

The Triskelion Sub-Structure.
Norman, would you like to talk about your brush with death?
Who are you?
Dr. Leonard Samson. You can call me Leo.
Are you a psychiatrist, doctor?
Of a sort. I have a specialty.
And you'd like to know how I feel?
I know this is a very odd position for you.
Someone who was once a captain of industry...I imagine that--
Tell the blonde that if she wants my soul as well as my body, it is going to cost her.
I want privileges. I want considerations.
Go to hell, Norman.
Okay, Samson, you had your shot.
We have his blood, urine and DNA scrapes.
I'll live a long happy life if I never hear his voice again.
Ever.
You have no idea what is inside me.
No idea.

Son of a--
I thought you said he doesn't have powers anymore.
SHUT UP!!
There was absolutely no indication that he--
All hands!! All stations!!
CODE RED ALERT!! FULL LOCK DOWN!!

Oh, no...
FABOOM
FABOOM
Come out, men of God.

LOCK DOWN!!
LOCK DOWN!!
Stand down, Osborn!!
That's Osborn?!
Don't you move or I'll--!
You sent me in there with that???
You have no idea how close to God I have journeyed to do this.

Well, Osborn, you look...the exact Same.
Electro.
But I fear God has abandoned us long ago.
Kraven.
Sandman.
Ah! This feels good!!
If we're making a break for it, let's just go.
Nothing fancy, nothing smart-ass.
Dr. Octopus.
Our Sandman is right, Norman.
Let's make a proper go of this in a manner that suits our intellect, hmm?
Vulture.

I concur.
WHOOOOSH
Can any of you fly one of these??
Yeah, hold on...

This is exactly why I don't date Goth girls.
Stop talking and look.
Life and death.
I don't think you've considered it in a real way.
And if you have, I see no evidence of it.
You need to know soldiers, like you, have faced life and death for this country since before there was this country.
And I know you may not see yourself as a soldier, but you are.
You wear a uniform and you fight.
But, and this drives me insane, you don't fight smart and you don't fight like your life depends on it.
You don't fight like the lives of others depend on it.
You act like a teenager who doesn't think his day will ever come.
And that, I'm sorry, makes you a fool.
Now this next part, you're not going to be too happy to hear...

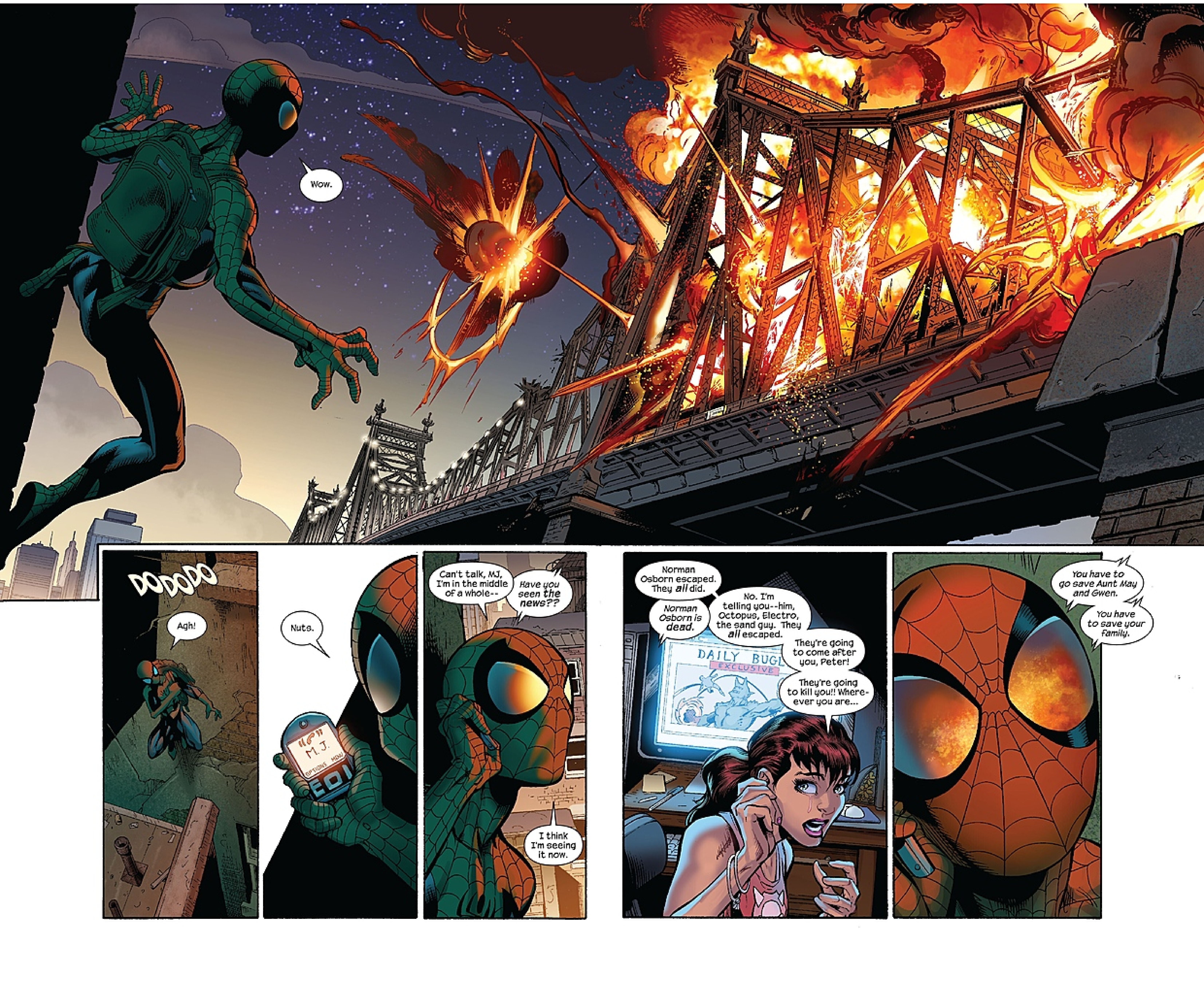
You're going to say something *more* insulting?
Carol Danvers came to the Ultimates and asked us what we thought she should do with you.
Iron Man and Thor gave you the thumbs up.
I did not. I said you should be benched.
I was outvoted.
That's why we're here.
To teach you.
To train you.
Because there's two ways to run into a burning building.
Two ways to fight a maniac who won't lie down...
Two ways...
One is smart and courageous, and one is immature and foolish.
Because... we're all going to end up here eventually.
And it is your responsibility to make sure--and listen, this is the most important thing I can tell you...
No matter what you--
BIZZBOP BIZZBOP
Huh.
No matter what what?
Hold on.
This is Rogers.
What is it?
There's a priority situation.
I'm on my--
It's a @#%*&-#%@! We had a security break at the Triskelion.
But that's not for you.
Fury's black ops team has gone rogue in the city.
You're kidding.
They are in the city. I am sending you coordinates.
The alpha team will rendezvous there.
I'm on my way.

KRAKABOOM
HA HA HAAAAAA!!
Um...
##$@!!
You can fly this?
I was Air Force.
I didn't know that.
That's so strange considering all the personal alone time you and I have shared.
Let's go!!
Not again.

Are you with the kid?
Yes.
Order is to ditch him.
Yes, ma'am.
We'll have to do this another time.
Why? What's going on?
Level one emergency.
Can I come?
Not this time.
Why not?
You're not ready.
Not ready?
After all I've done.
There will be other chances.
There will always be other chances.
Well you can't stop me from following you, can you?

This is Johnson. We have a Black Hawk down in Bryant Park!
Are the escapees there?
Not a single one.
They trashed the entire neighborhood and got away.
We're interviewing civilians now, but it looks like they put up a wall of fire and sand and bailed.
I need more men. I need a full excavation and search party.
No can do.
What?
We have a major situation on the Queensborough Bridge. We have an active firefight.
Try to contain and keep the story out of the press.
I'll try.
But it's in the open.
Do your best, over.
Jonah, it's Urich.
How much do you love me today?
How about if I am eye-witness to Norman Osborn's daring escape from prison?
Oh, and I got it on video.
Video proof that he is alive!!
No matter what S.H.I.E.L.D. says.
You love me now?

We clean?
It would seem...but power down. All of you, power down.
Why?
Because they can track our energy signature via satellite. And no doubt they are.
If you power down...
Even me.
We have to assume.
Is this your place?
No.
They'll look for us at my place.
I have no idea.
Whose place is it?
NEWS
Guys, check it... big super-hero war going on right now.
This is very good for us.
Why?
Because this means S.H.I.E.L.D. is occupied. It gives us an extra head start.
Exactly.
It's God's work.
He wants us to smite our enemies so we don't repeat our mistakes.
He wants us to kill Peter Parker.


Wow.
DODODO
Agh!
Nuts.
M.J.
OPTIONS MENU
Can't talk, MJ, I'm in the middle of a whole--
Have you seen the news??
I think I'm seeing it now.
Norman Osborn escaped. They all did.
Norman Osborn is dead.
No. I'm telling you--him, Octopus, Electro, the sand guy. They all escaped.
They're going to come after you, Peter!
They're going to kill you!! Where-ever you are...
DAILY BUGL
EXCLUSIVE
You have to go save Aunt May and Gwen.
You have to save your family.

#156 VARIANT
BY KAARE ANDREWS

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Oy!
What do I *do??*
The big time Ultimates are in the middle of just about the biggest battle royale that *I've* ever seen.
And that's about the biggest *mess* I've ever seen.
KRAKABOOM
You know? That I didn't directly help make.
I-I want to go help. I *should* go help.
But Captain America specifically told me not to.
He specifically told me.
And listen, say what you want about the guy, that guy knows how to throw out a command.
But now I find out that Norman Osborn is *alive??*
And escaped from prison??
Someone's got to do something about *that!!*
I have to go make sure my family and friends are safe!
Ugh, what do I do first??
What do I do??!!

We stay here.
What we need to do is here in New York.
Listen, Osborn, I appreciate everything you've done for me in the past...
And I appreciate you getting me out of prison even though we've had our differences but...
I'm out.
Out, Otto?
I know that look.
You have revenge in your eyes.
You're ready to get everyone.
I'm--I'm just not there. That's not where my head is at.
I want to get back to my work.
Your work?
I'm a scientist, Osborn.
I want-- I just want to be a scientist.
I'm not a career criminal or some bio-terrorist or whatever it is you're trying to accomplish here.
I want to work.
I have seen things since the last time you and I teamed together.
I see things differently now.
I know things I didn't know before.
And, yes, I know I've done things, horrible things.
I know.
I want to leave the country and set up shop with Roxxon or Latveria, or whoever will have me.
Think of the long term, Norman.
This is our lives.
This is it.
You bought us a second chance and I thank you.
But I'm not going to kill anyone anymore.
And I am certainly not going to go after Peter Parker.
And, you know, neither should you.
End of the day, if you really think about it, Peter Parker is our greatest achievement.
We birthed Spider-Man into the world.
We did.
We should take insane pride in that and leave it alone.

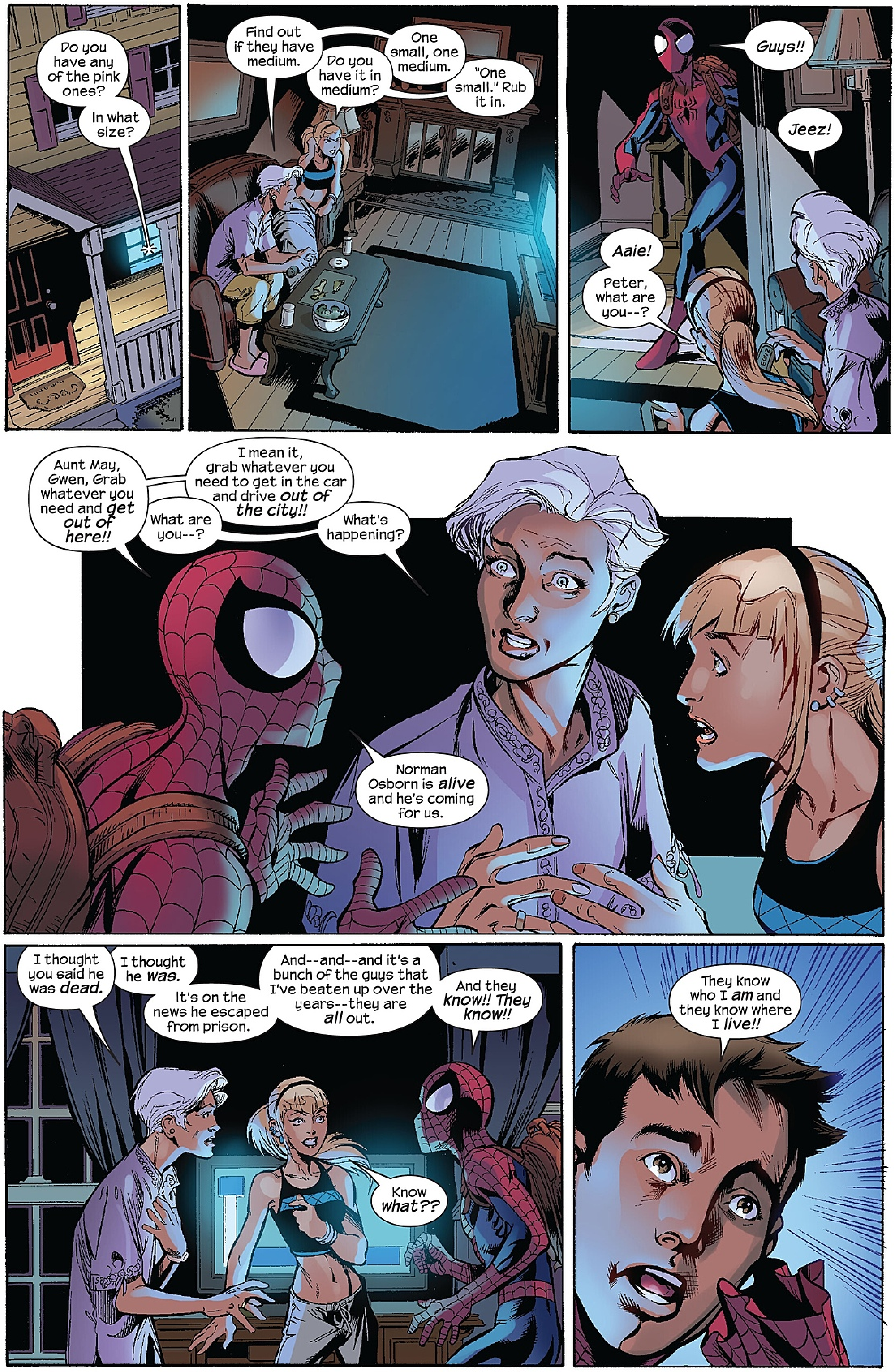
ULTIMATES BATTLE ROCKS THE CITY
IS NICK FURY ALIVE??
This is insane.
You see this? This is happening in this city *right now*?
You know what, Vulture, I think it's the luckiest thing that ever *happened* to us.
We just escaped from the joint.
All those guys would be right up *our* nose if they weren't smackin' each other around.
Right up, Sandman.
This is a lucky break.
Aye!
I say we take the opening and we get the hell out of this town.
No.
No... to what part?

SHACRACK
CRASH

And that's how you--wha--
Whoa!
Aie!
Whoa!
Agh!
SCHOOM

NORMAN!!!!!.....
I thought we weren't supposed to use our powers because S.H.I.E.L.D. will figure out where we are...
'Tis a blood feud.
Ya think?

CRACK
Maybe you just plain forgot this about me...
Argh!
SMACK
But just because I don't want this anymore doesn't mean I *forgot how to do it!!*



Do you have any of the pink ones?
In what size?
Find out if they have medium.
Do you have it in medium?
One small, one medium.
"One small." Rub it in.
Guys!!
Jeez!
Aaie!
Peter, what are you--?
Aunt May, Gwen, Grab whatever you need and get out of here!!
What are you--?
I mean it, grab whatever you need to get in the car and drive out of the city!!
What's happening?
Norman Osborn is alive and he's coming for us.
I thought you said he was dead.
I thought he was.
It's on the news he escaped from prison.
And--and--and it's a bunch of the guys that I've beaten up over the years--they are all out.
And they know!! They know!!
Know what??
They know who I am and they know where I live!!

Oh man. I told you this would happen!!
I know.
I told you.
I'm sorry.
UGH!
I'll call you when it's time to come back.
What about Johnny and Bobby?
No.
Are they here?
They're the Human Torch and the freakin' Iceman.
They can handle themselves.
Exactly. Text them and see if they--
You come with us.
No.
Let me help the police or whoever stop this.
No.
When I know it's stopped, I'll come back.
Aunt May...
No.
You come with us.
Aunt May, I--I have to do this.
Go.
Oop.
Don't be stupid.
Kick his ass, nothing fancy.
I know.

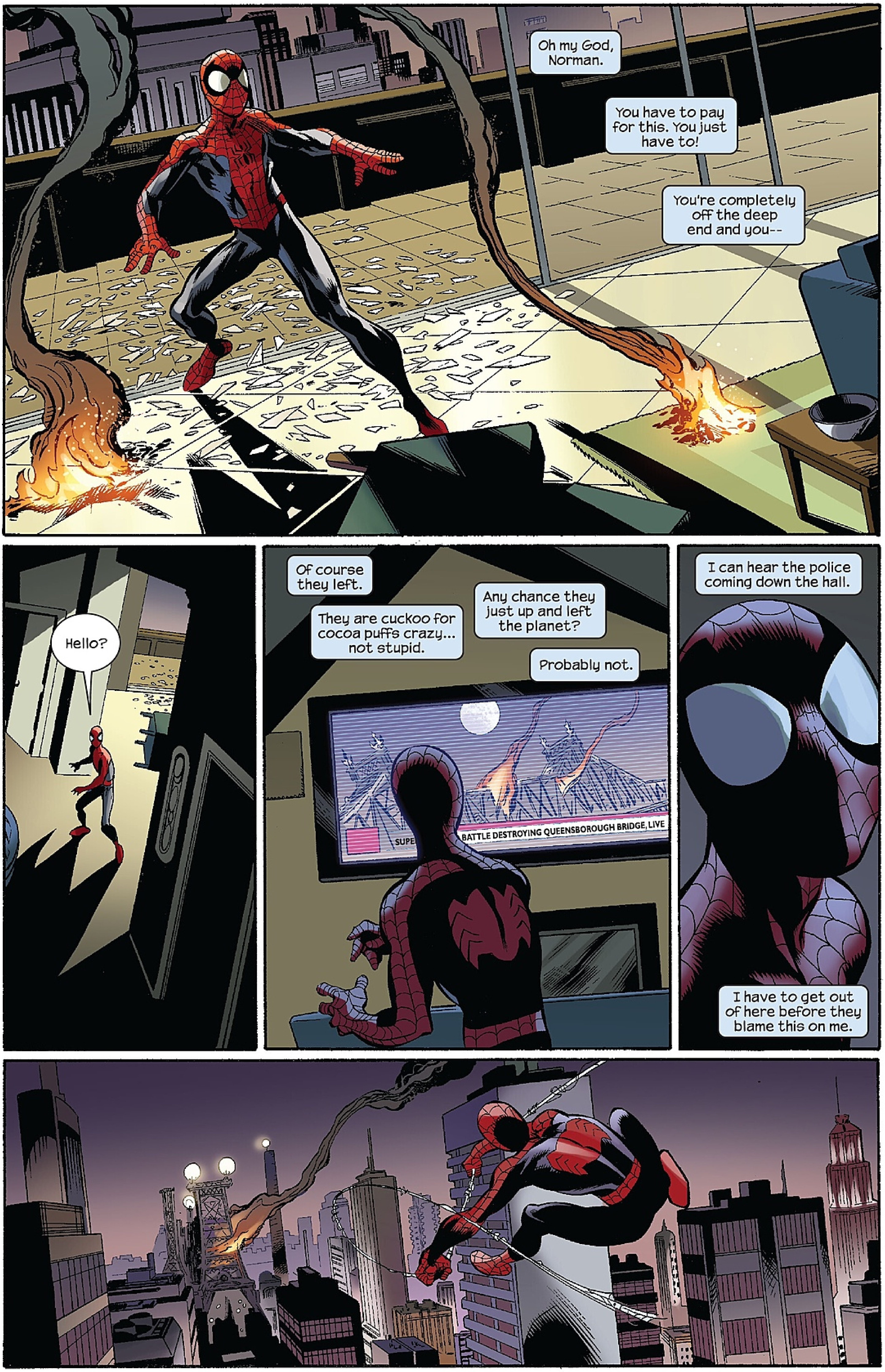
Hhuuaarrghh!!
WOOSSHHH
AGH!
Aiow!
SMASH
We?
We created Spider-Man?
And you think I'm out of my mind.

S-stop it, Norman!!
All I've done for you, and you want to bail on me now??!!
All I've done for you!!

FASHOOM
FASHOOM

Hello?
Hey, it's MJ. I found him!
Who?
Osborn!
Is he there??!!
Uh, no, he's in the middle of Midtown and he just killed Doctor Octopus and he did it on TV.
No!
Yes.
It's on TV?
On the one channel not carrying the giant Ultimates fight!
Does it say exactly where?
No, it just-- ugh. They just cut back to the other thing!
This is crazy!!
I gotta go.

Oh my God.
Oh my God!!
He killed him.
Osborn actually kill--oh God!
Hey you!!
You can't be here!!
Yo, Spider-Man!!
You should've *seen* it!!
It was like the Hulk or something!!
He went *crazy!*
Where did he go?
Did you--did anybody see where he came from??

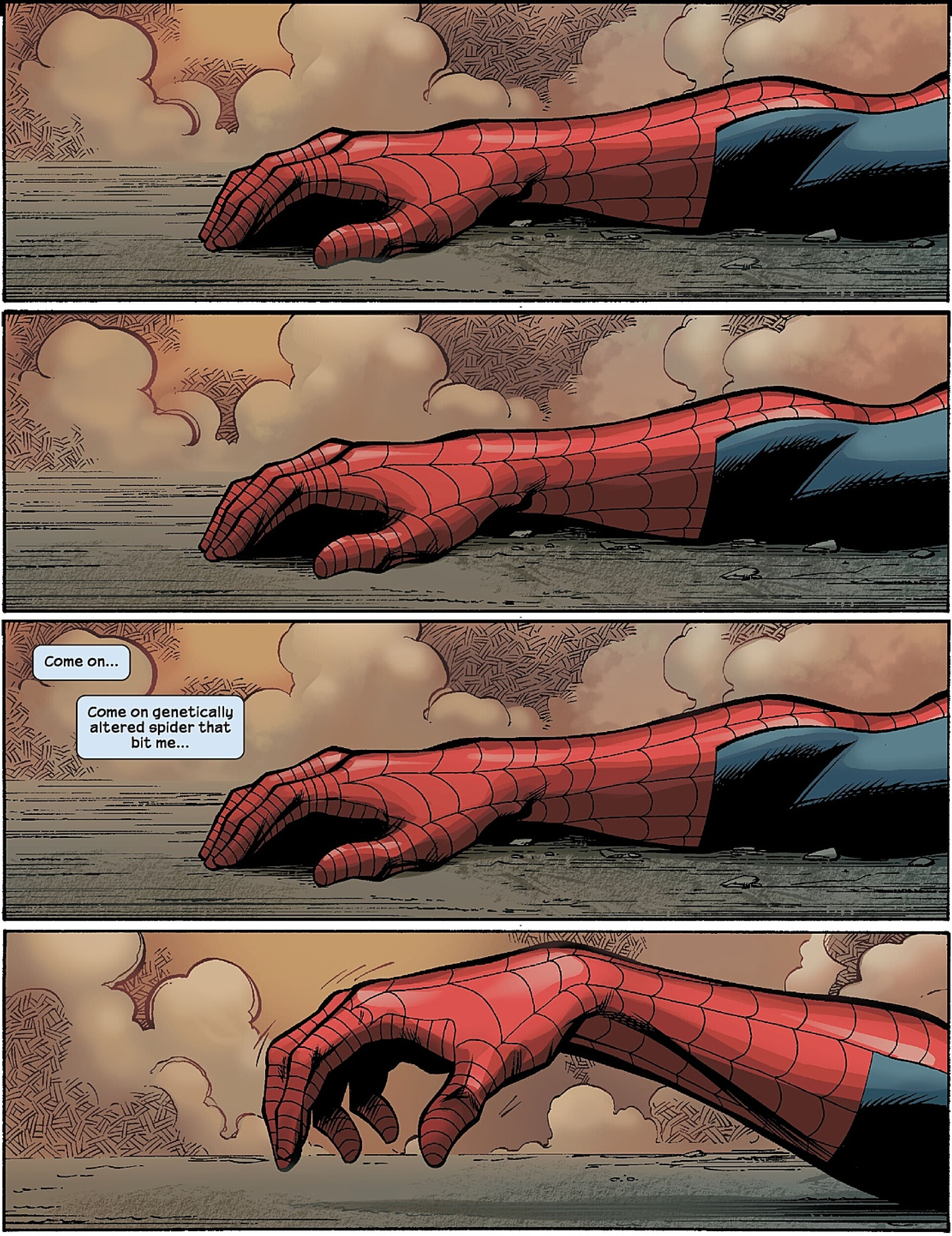

Oh my God, Norman.
You have to pay for this. You just have to!
You're completely off the deep end and you--
Hello?
Of course they left.
They are cuckoo for cocoa puffs crazy... not stupid.
Any chance they just up and left the planet?
Probably not.
BATTLE DESTROYING QUEENSBOROUGH BRIDGE, LIVE
I can hear the police coming down the hall.
I have to get out of here before they blame this on me.

No.

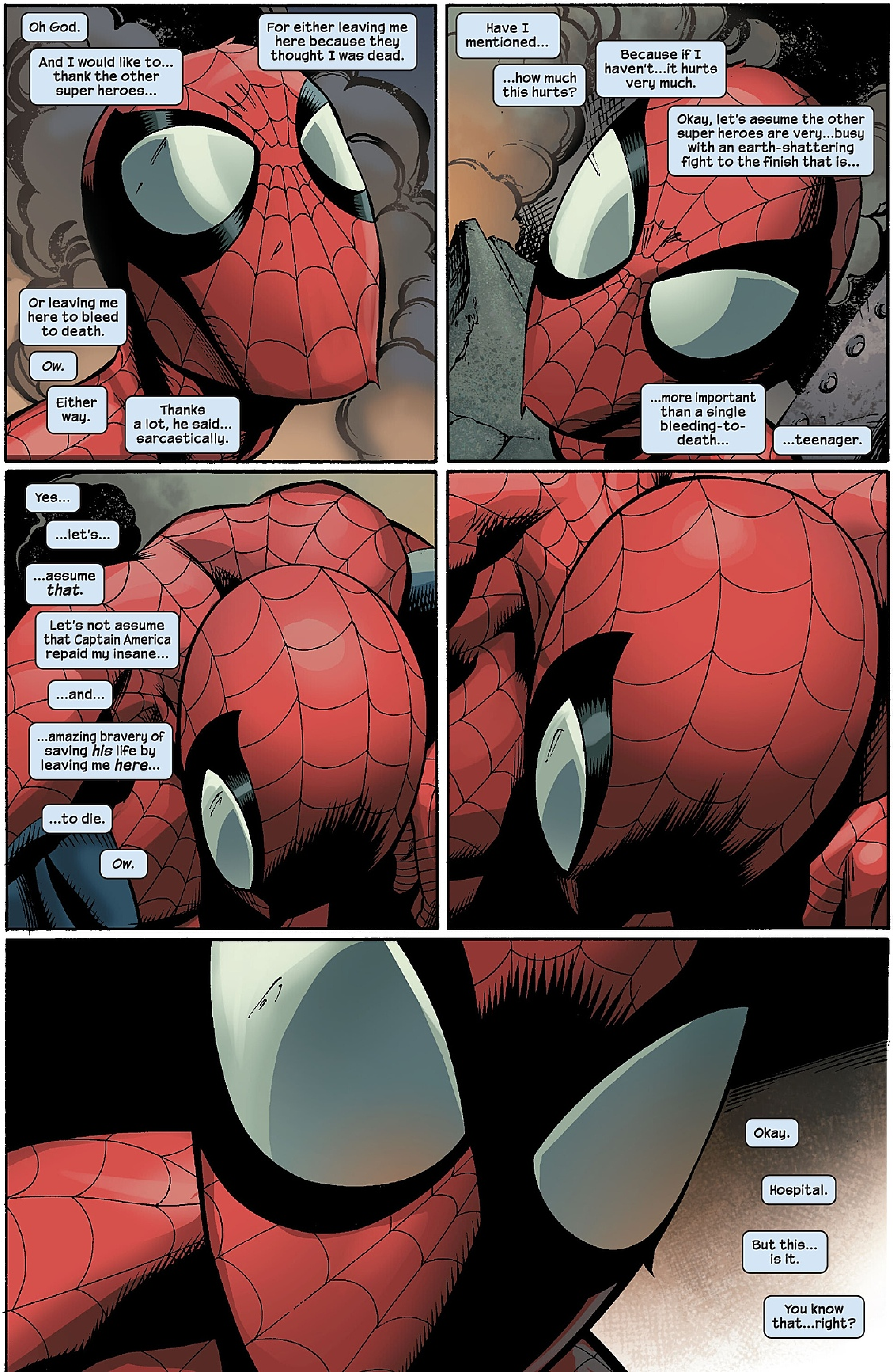
Oh God.
THWIP
SPAK
BAM

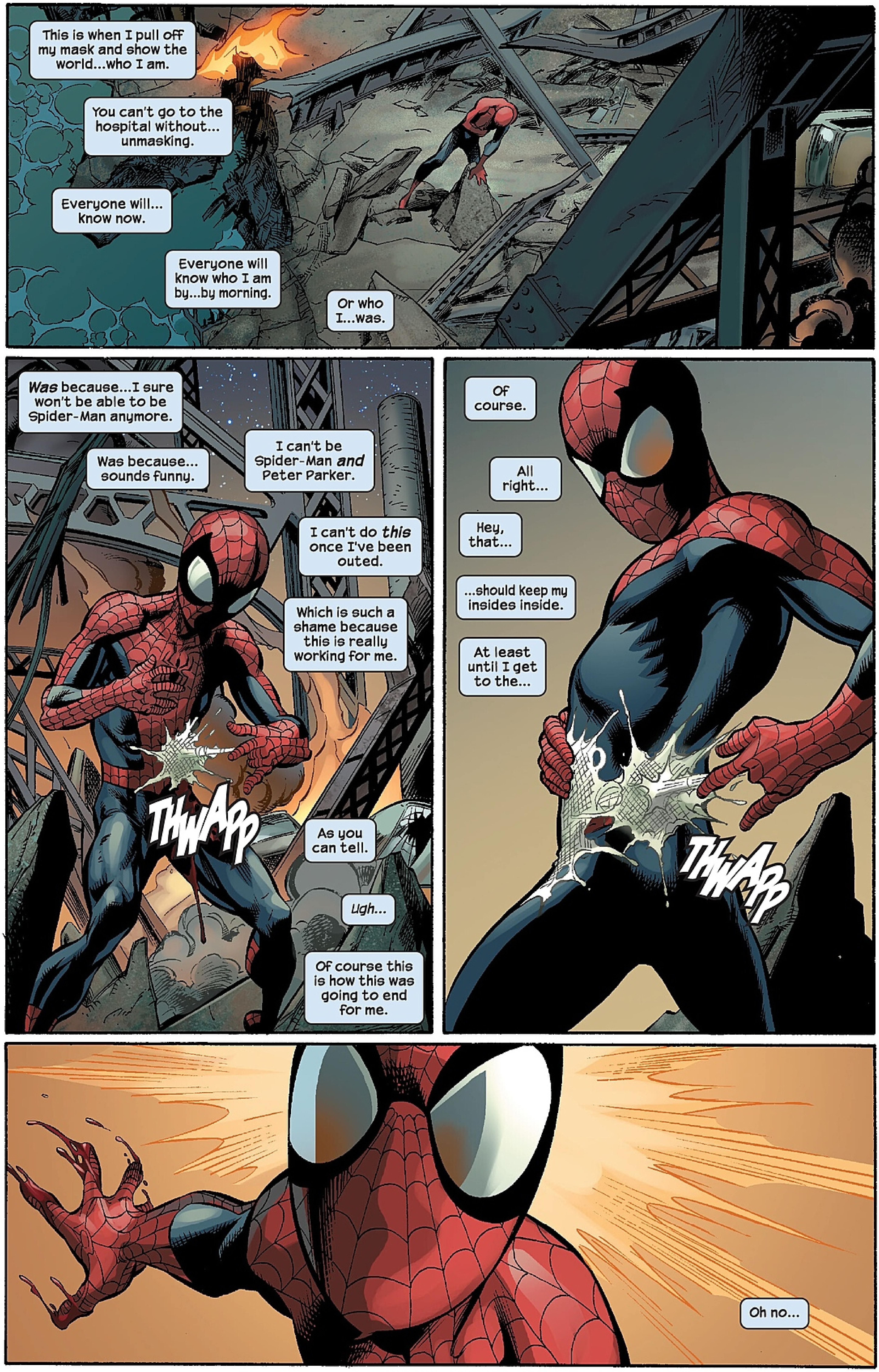
Hey, Tinkerer!
The Vulture.
And he brought friends.
I don't suppose any of your friends have my money.
Well, no.
We--we don't have money for you *today* but--
Man, you suck.
Listen--
No, *you* listen!
We had a *deal*.
And the last time I heard your song and dance, you ended up leading S.H.I.E.L.D. right to *my* door.
The last time we did business...And I use the term business as lightly as possible because usually when two people do business, there is a business *transaction*...
Not some bald-headed fart ripping off someone ten times their intellect.
Give the man what he asked for.

Hey!
Fire down, man! This is sensitive equipment.
I'd think *you* of all people would respect that, man.
You're Norman Osborn!
Where's the man of science in there?
Come on.
You want your suit, take it.
It doesn't fit anyone but you anyhow and I clearly ain't getting my money unless you get back in the game.
I would very much like to open a tab.


Come on...
Come on genetically altered spider that bit me...

You went and bit me and turned me into Spider-Man.
You compl--*ow*--*completely* ruined my life.
You're the reason I'm sitting here with *a bullet wound*.
(Thank you very--*ugh*--much.)
The least you can do...is give me the strength... to get my...tuchas up out of this and...
...
...get myself...
...to a hospital.


Oh God.
And I would like to... thank the other super heroes...
For either leaving me here because they thought I was dead.
Or leaving me here to bleed to death.
Ow.
Either way.
Thanks a lot, he said... sarcastically.
Have I mentioned...
...how much this hurts?
Because if I haven't...it hurts very much.
Okay, let's assume the other super heroes are very...busy with an earth-shattering fight to the finish that is...
...more important than a single bleeding-to-death...
...teenager.
Yes...
...let's...
...assume *that*.
Let's not assume that Captain America repaid my insane...
...and...
...amazing bravery of saving *his* life by leaving me *here*...
...to die.
Ow.
Okay.
Hospital.
But this... is it.
You know that...right?



This is when I pull off my mask and show the world...who I am.
You can't go to the hospital without... unmasking.
Everyone will... know now.
Everyone will know who I am by...by morning.
Or who I...was.
Was because...I sure won't be able to be Spider-Man anymore.
Was because... sounds funny.
I can't be Spider-Man *and* Peter Parker.
I can't do *this* once I've been outed.
Which is such a shame because this is really working for me.
THWAPP
As you can tell.
Ugh...
Of course this is how this was going to end for me.
Of course.
All right...
Hey, that...
...should keep my insides inside.
At least until I get to the...
THWAPP
Oh no...

Nnn...
THWIP

Well...*that* sucked.
John, this *sucks!*
Come on, Bobby.
This whole deal. This living a normal life in Peter Parker's house.
We are *not* living a *normal* life.
Yes we are and it *sucks!*
It sucks.
You're the Human Torch...I'm Iceman!
We were meant to have *spectacular* lives. We were meant to--to rock the *universe*.
"Rock the universe"?
Sitting in class all day, hiding in Peter's house, pretending to be his cousins.
Maybe for a week or two we--
We need this.
We need stability. We need normal teenage things.
Okay, yes, I thought so too, but then I *experienced* normal teenage things and they--they--they--
Suck.
Yes!
Admit what this tantrum is *really* about.
No.
Admit it.
You *struck out* on our double date.
You struck out and now you're lashing out.
If that girl *knew* I was Iceman, she'd *still* be kissing me.
But would you want to kiss a girl who only wanted to make out with you because you were Iceman?
Yes!
Yes, I would.
Well--

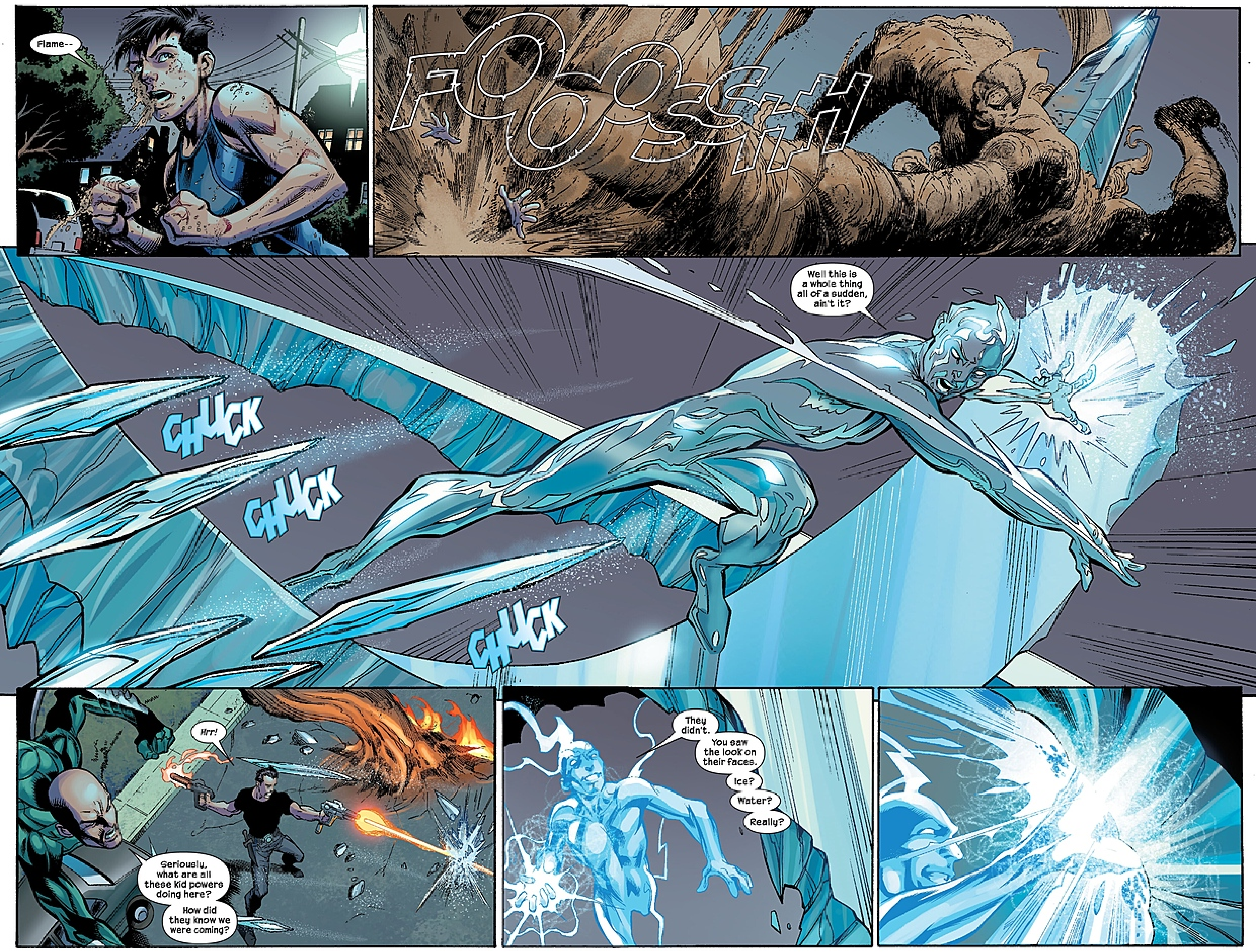
Instead of her complaining my *hands* were cold?
Of *course* my hands are cold. I'm *Iceman!*
Hello!
Gwen?!
Aunt May?!
Peter?!
What *day* is it?
How should I know?
Were we supposed to meet them for dinner or something?
What does it say?
No really... What does it say?
It says: *"Get out of the house immediately and call as soon as you get to a safe place. Why isn't your phone on?"*
That is *exactly* what it says.
Why *isn't* your phone on?
Because every time I flame on I melt the phone.
What does *"Get to a safe place"* mean?
I don't know.
We *should* get to a safe place.
I thought this *was* a safe place.
That's why we *live* here.
I'm confused.
Who wrote the note?
It's Gwen's handwriting.
Get to a safe place? Could it be any more cryptic?
Let's go.
This is weird.
You wanted a not normal life.
I wanna make out with a girl.
Thank you for admitting it--

Can I help you?
Is that him? That's not him.
That's not him.
How do you know?
That's not his scent.
But his scent is here. This is his house.
So, that is him or--?
That's not him.
Are we in the right place?
What is this?
Can I help you?
Peter Parker.
Get him out here.
Now.
I know you. I know who you are.
Norman Osborn.
Peter Parker.
Now.
Better idea.
You get the hell out of here...
Or you're going to have to paint on new eyebrows.

AAARRGGHH!!
The freakin' Human Torch?
You couldn't smell *that*, Kraven?
I've never met that kid.
I got this.
Yeah, how'd that feel?
Johnny, look out!

Sand?
What are *you* going to do?
Make my underpants itchy?

Caff!
Jeez!
What the hell?
Is this some sort of halfway house for super-powered dirt bags?
CRAACCKZZEE


Flame--
FOOOSH
Well this is a whole thing all of a sudden, ain't it?
CHUCK
CHUCK
CHUCK
Hrr!
Seriously, what are all these kid powers doing here?
How did they know we were coming?
They didn't.
You saw the look on their faces.
Ice?
Water?
Really?

I'm telling you!
No, it's happening right now!
Right outside my house!
Super-powered--
CRRAASHH
Aaalieee!!!
Is Osborn alive?
Yes, but wow.
Huh?
I don't get it...is this the right place or not?
One way to find out.
I'm telling you, the kid's in there. Hiding like a little--
The authorities will be here soon.
All the neighbors have called.
Well, we better get a move on then...
Parker?!
Wait...

Son of a--
SHANK
SHANK
Do you know what you did to me and my life?!
SPACK
Hmmr!

Who's...
Nn...
next?

#157 VARIANT
BY ED McGUINNESS & MORRY HOLLOWELL

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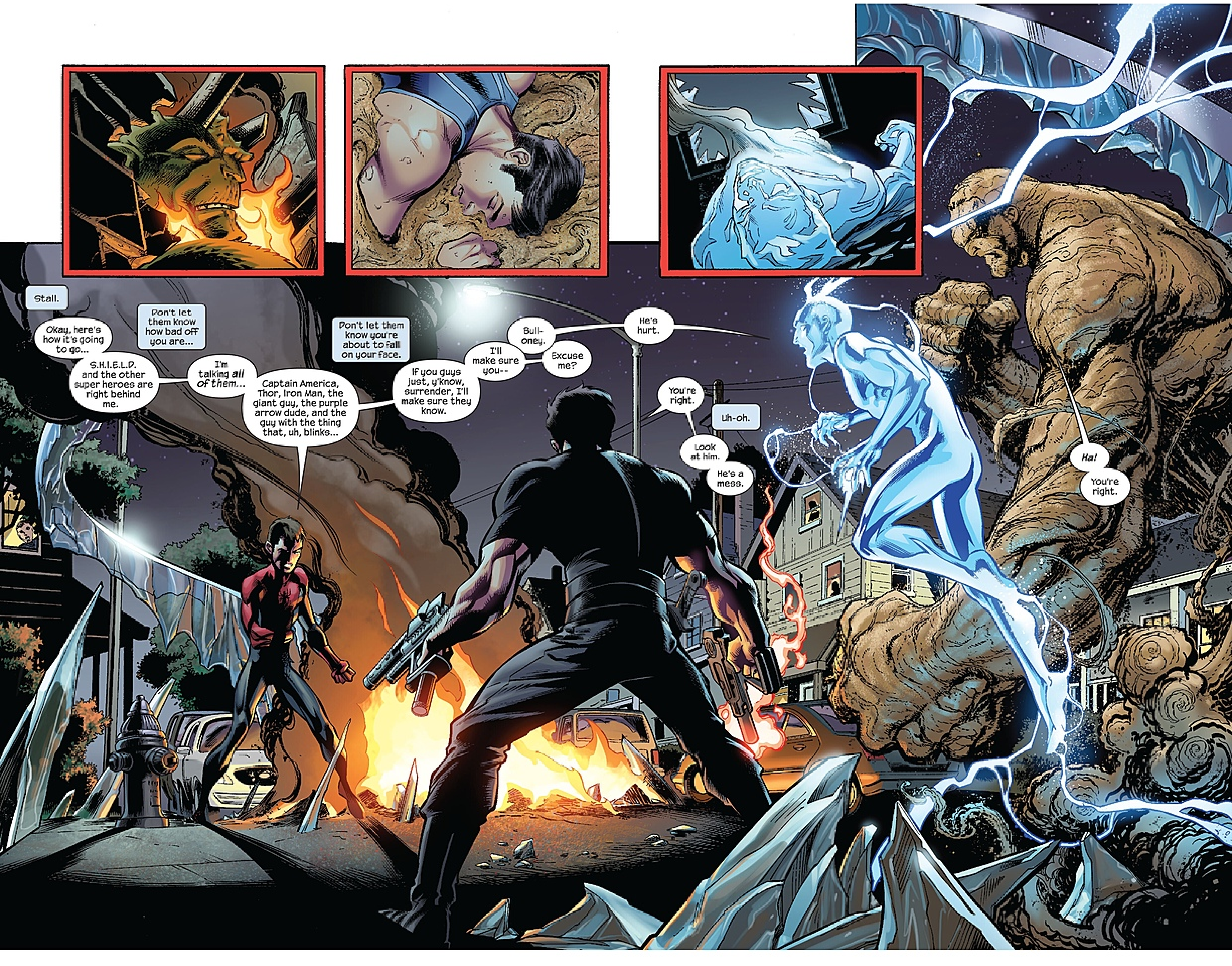
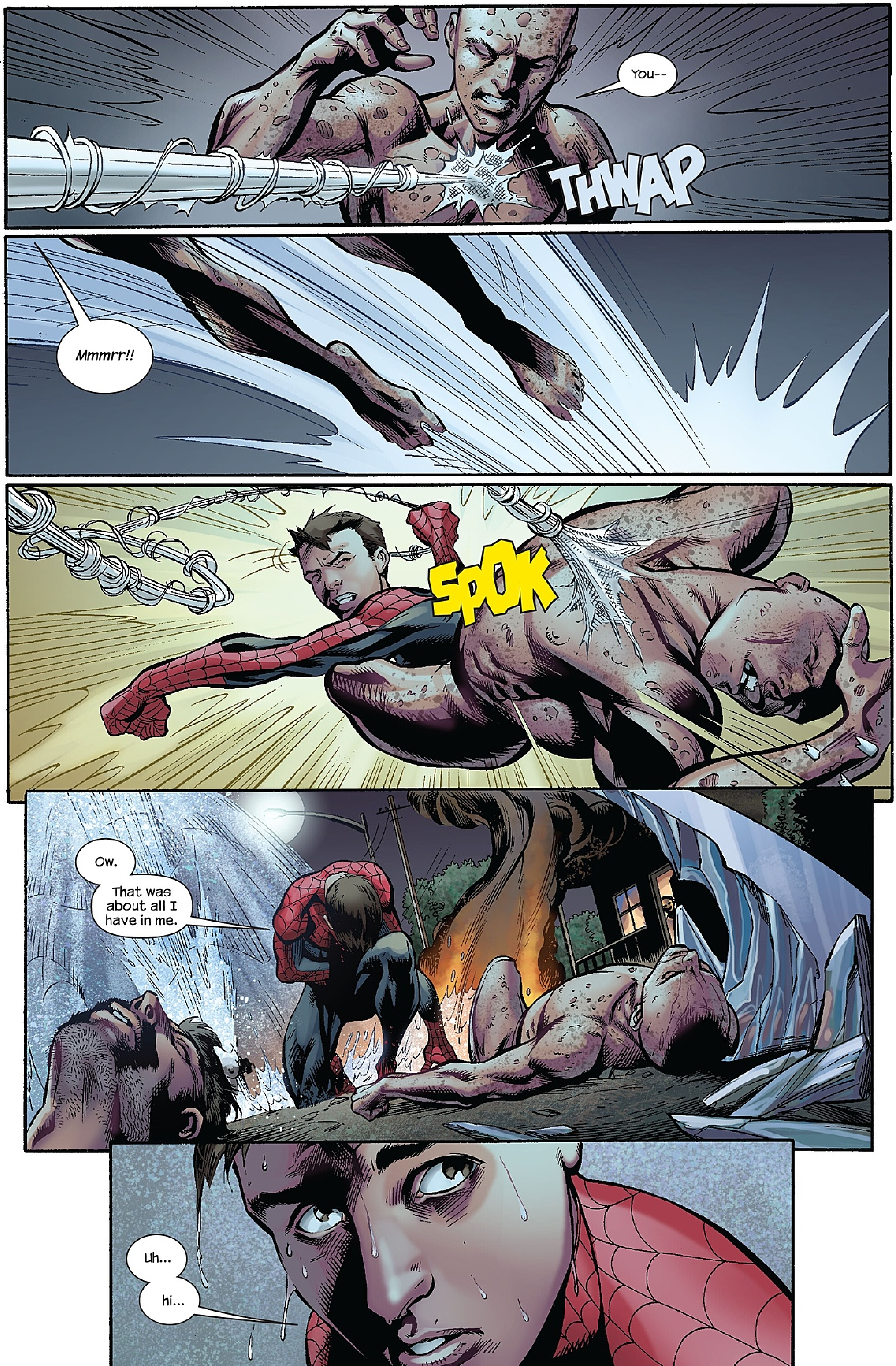


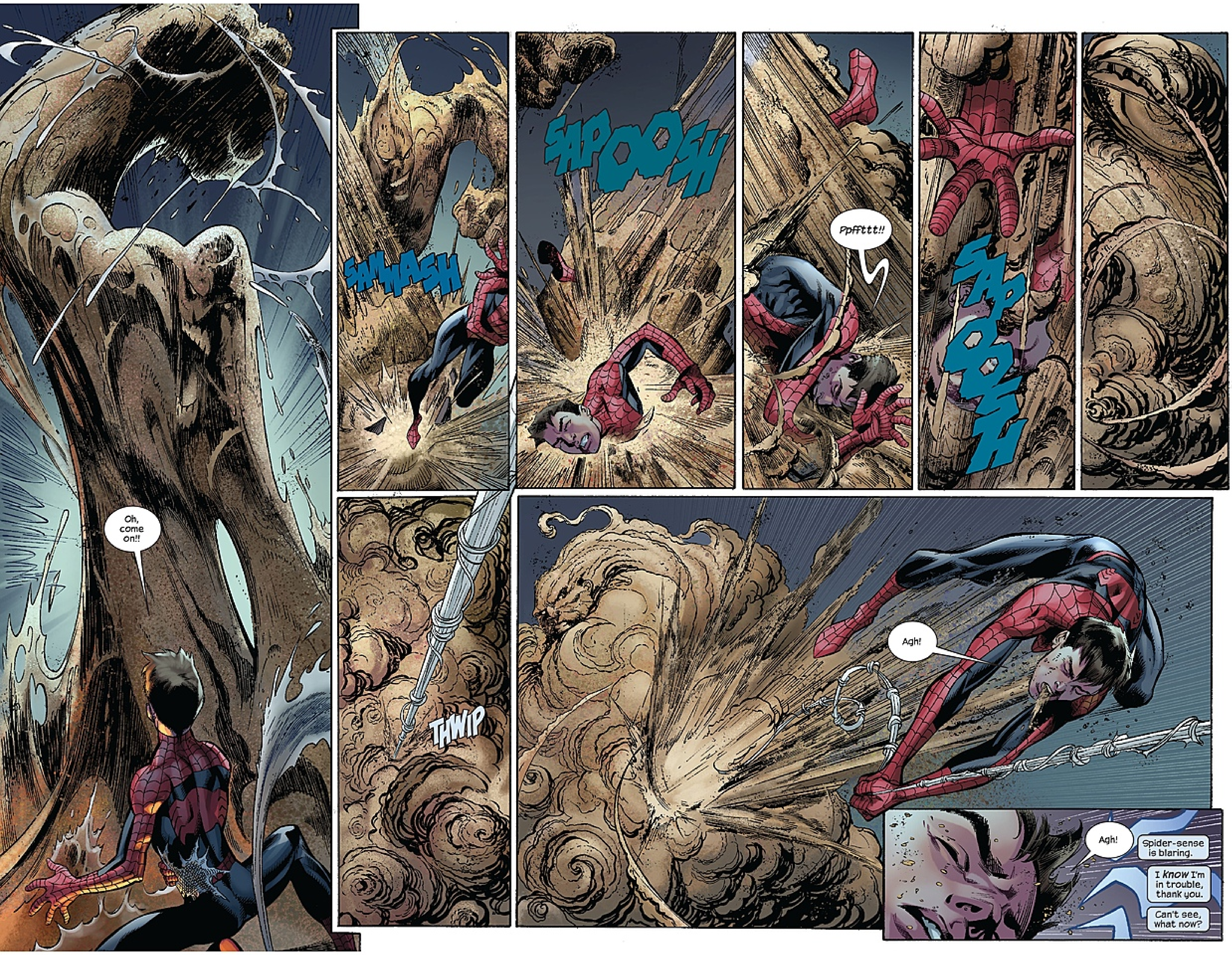
Stall.
Okay, here's how it's going to go...
Don't let them know how bad off you are...
S.H.I.E.L.D. and the other super heroes are right behind me.
I'm talking *all of them*...
Captain America, Thor, Iron Man, the giant guy, the purple arrow dude, and the guy with the thing that, uh, blinks...
Don't let them know you're about to fall on your face.
If you guys just, y'know, surrender, I'll make sure they know.
I'll make sure you--
Bull-oney.
Excuse me?
He's hurt.
You're right.
Uh-oh.
Look at him.
He's a mess.
Ha!
You're right.

GET HIM!
Ow!
KTANG
WHHOOOSH
Son of a--

ARGH!
I--
Nn--
SPLOOSH
Rrrrggsskk...
I--


You--
THWAP
Mmmrr!!
SPOK
Ow.
That was about all I have in me.
Uh...
hi...

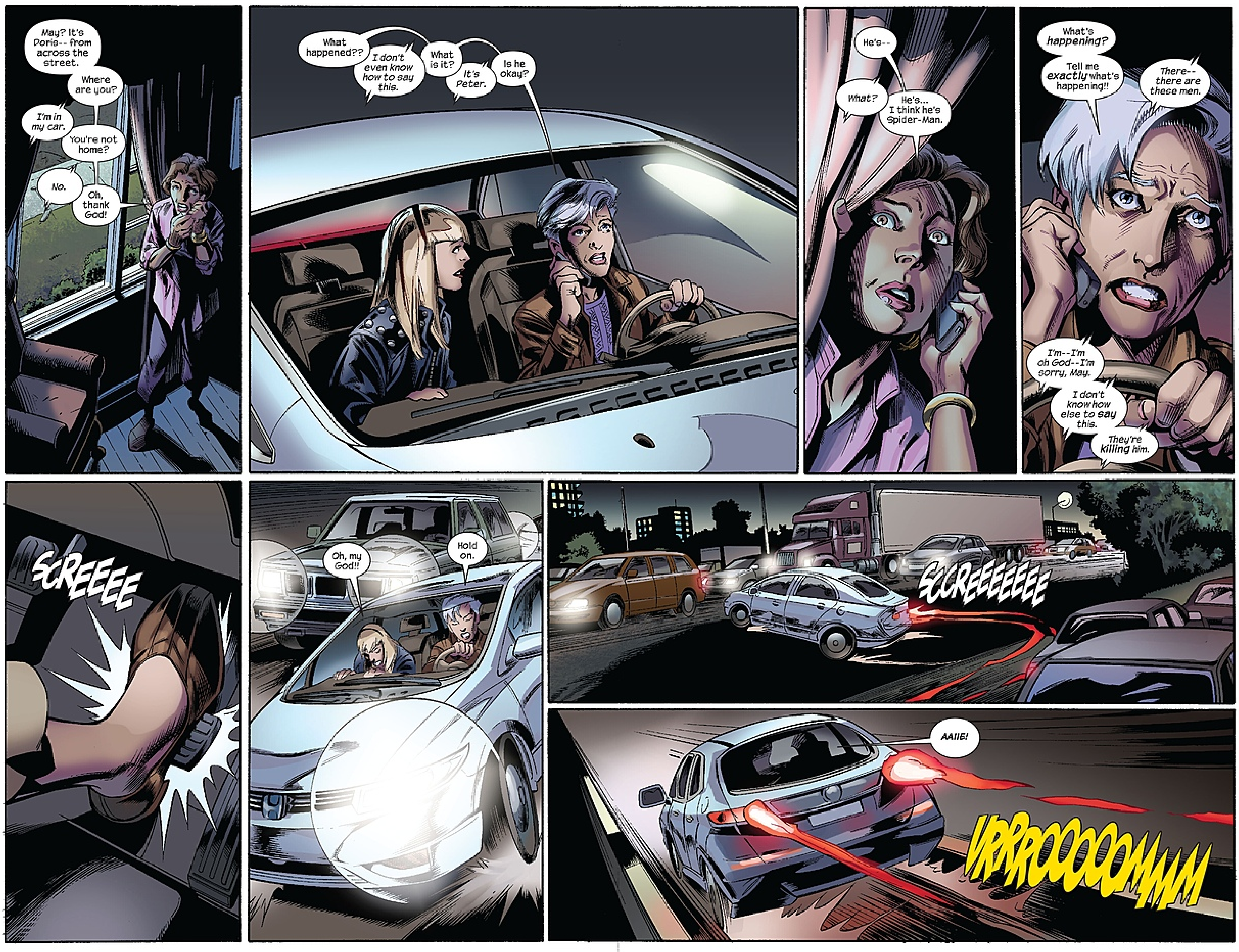
Could someone... call 911?
I'm not doing... so good... here.
I've kinda sorta...been shot.
No, it's--it's-- I'm telling you it's actually Spider-Man.
He's hurt.
He asked me to call.
And the police. I think we need the police.
Spider-Man!!
BEHIND YOU!!


Oh, come on!!
SMMASH
SAPOOSH
Ppffttt!!
SAPOOSH
THWIP
Agh!
Agh!
Spider-sense is blaring.
I know I'm in trouble, thank you.
Can't see, what now?

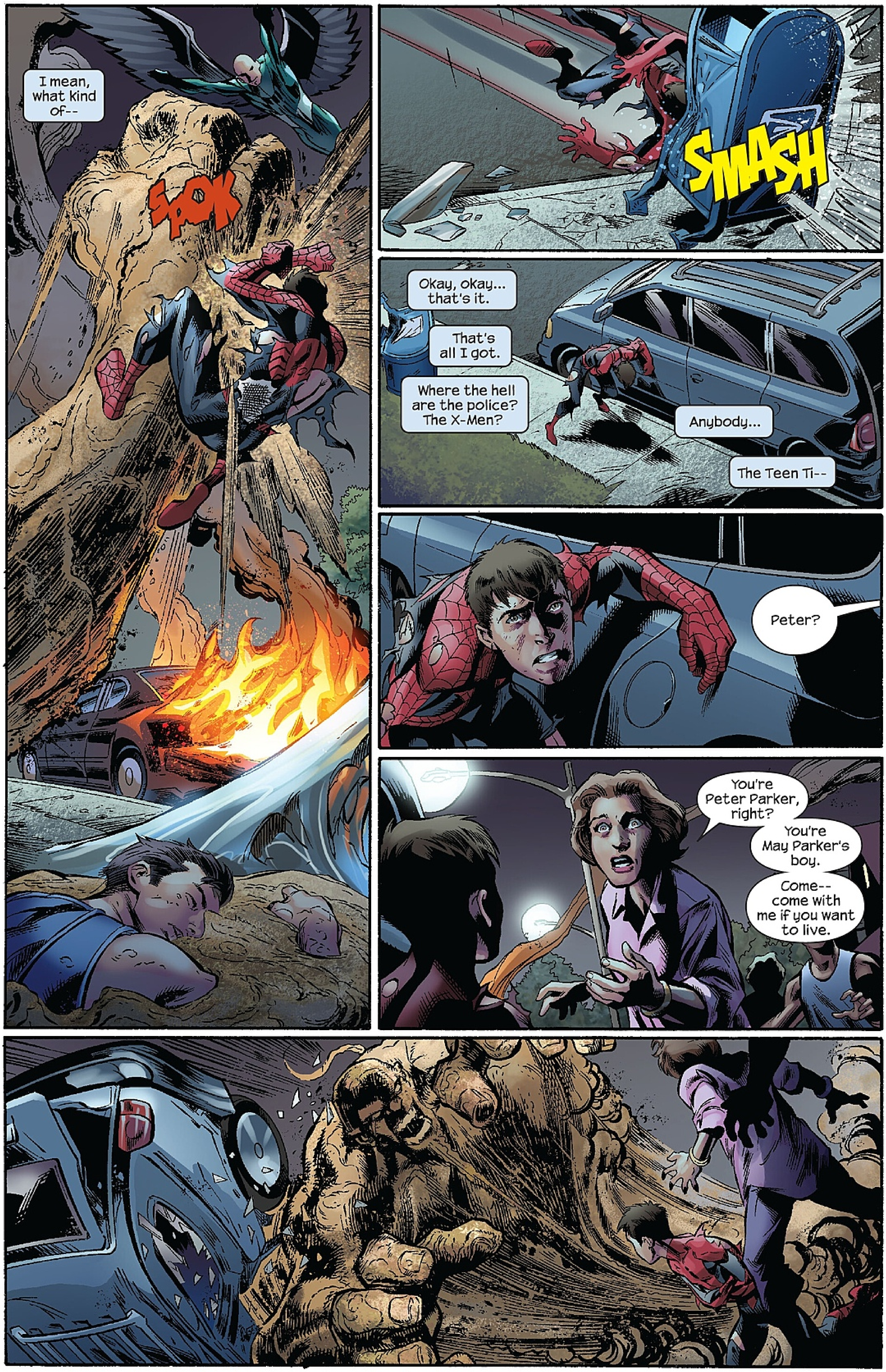
Ha!
Agh!!
CRASSH
Hey!!
Catch!!
Crap.
I forgot he does that.
Grenades hidden in the suit! It's practically cheating.
Everyone!!
Run!!
GO!!
THWAP

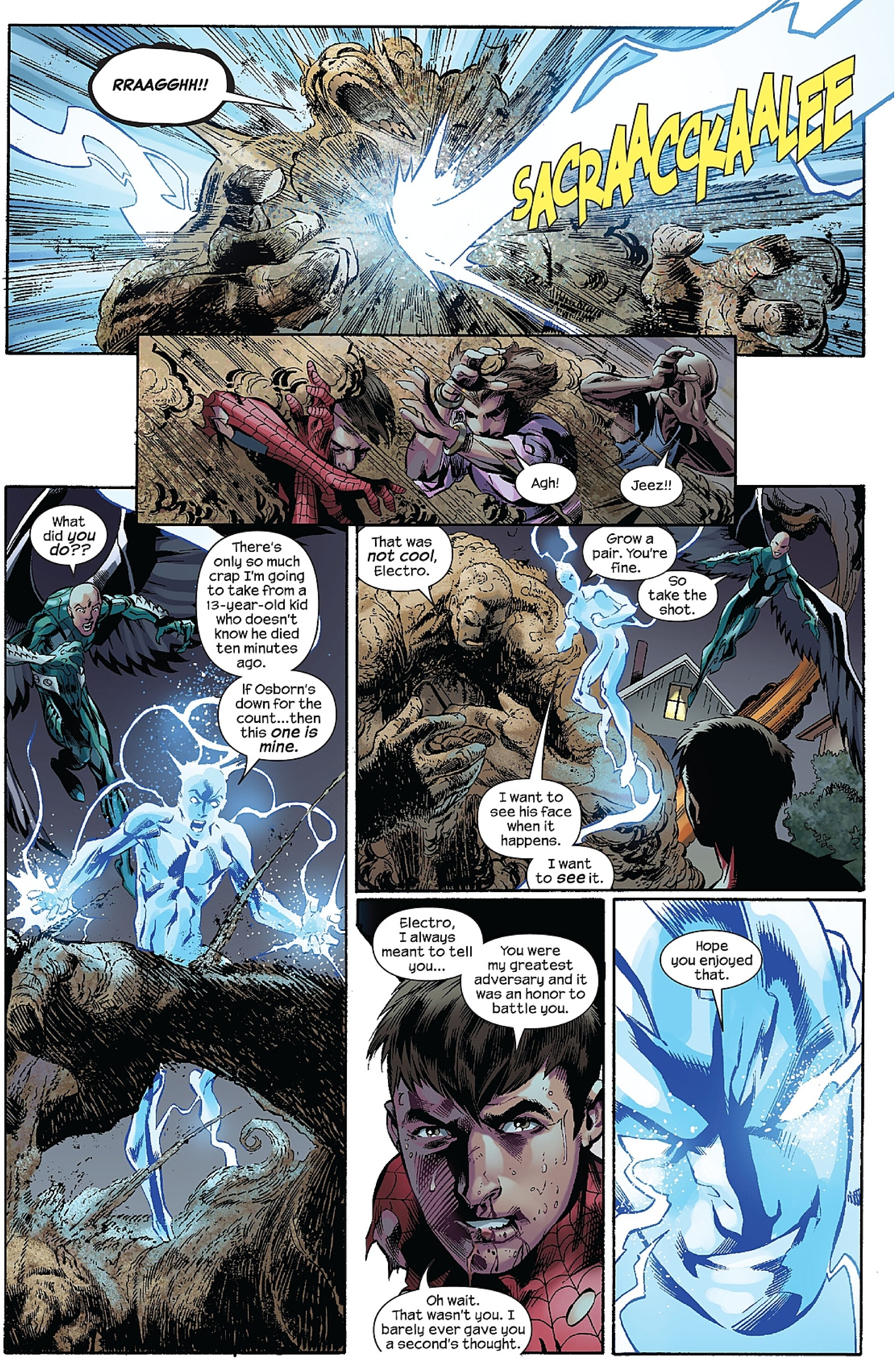
BOOM
BOOM
Go to hell, kid.
Caff caff...

Are you okay, Aunt May?
I am not.
No, Gwen.
I didn't want this life. No, I did not.
I wanted-- I didn't--
Damn it.
I'm running away and letting a little boy fight a fight no little boy should have to fight.
He's just a little boy.
He'll be okay.
He's *always* okay.
Oh Ben Ben Ben, I don't know what to do.
GLEE GLEE
Hello?
Is it Peter?
Hello?
May?



May? It's Doris-- from across the street.
Where are you?
I'm in my car.
You're not home?
No.
Oh, thank God!
What happened??
I don't even know how to say this.
What is it?
It's Peter.
Is he okay?
He's--
What?
He's... I think he's Spider-Man.
What's happening?
Tell me exactly what's happening!!
There-- there are these men.
I'm--I'm oh God--I'm sorry, May.
I don't know how else to say this.
They're killing him.
SCREEEEE
Oh, my God!!
Hold on.
SCREEEEEEE
AAIIE!
VRRROOOOOMMM


I mean, what kind of--
SPOK
SMASH
Okay, okay... that's it.
That's all I got.
Where the hell are the police? The X-Men?
Anybody...
The Teen Ti--
Peter?
You're Peter Parker, right?
You're May Parker's boy.
Come-- come with me if you want to live.


RRAAGGHH!!
SACRAACCKAALEE
Agh!
Jeez!!
What did *you do??*
There's only so much crap I'm going to take from a 13-year-old kid who doesn't know he died ten minutes ago.
If Osborn's down for the count...then this *one is mine.*
That was *not cool,* Electro.
Grow a pair. You're fine.
So take the shot.
I want to see his face when it happens.
I want to *see* it.
Electro, I always meant to tell you...
You were my greatest adversary and it was an honor to battle you.
Oh wait. That wasn't you. I barely ever gave you a second's thought.
Hope you enjoyed that.

We--
BAM
BAM
BAM

Aunt May?
Oh my God.
I--
That was... the definition of--of--of awesome.
It's okay.
Agh!
What did I just do?
It's okay. I got it.
Oh my God.
Johnny.
Johnny??

Is he still al-- ow--
Peter!! What happened to you?
Well, I know I'm probably going to get grounded for this, but I've been shot.
Please, somebody call an ambulance!!
We already did.
We called everybody.
They're okay.
Bobby's breathing.
He's got a pulse.
Both him and Johnny are okay.
I think.
Is anybody here a doctor?
We called. I called myself. They're coming.
I'm so sorry, Aunt May.
What are you apologizing for?
I know this...this isn't the life you... wanted.
You crazy boy.
But...
...cute.

#158 VARIANT
BY STEVE MCNIVEN, DEXTER VINES & JUSTIN PONSOR

160

Come on, Peter, pick up, pick--Peter, this is MJ.
Again. Please, come on...
I know you're not answering your phone because you're-- I don't know what you're doing, but--
But I just-- please call me back.
Just let me know everything is okay.
I can't--
Ugh.
Lame.
Peter.

Mom, I'm going out, but I'll be right back.
Where do you think you're going, young lady?
I'm--I'm just running over to Peter's house.
I, uh, I forgot my book.
You have any *idea* what time it is?
It's just across the--
No.
It's not my curfew yet, I just--
It's a school night and you're staying here.
But I just need to--
You can see your boyfriend at school tomorrow.
But--
Tomorrow is another day.

I could do without this--ow--entire day altogether.
Go go!!
PETER!!
Aunt May, come on!!
FABOOSH
Norman Osborn.
What the hell is wrong with you?
Never mind, don't care.

Ohmy godohmy goooodd!!
Ow.
Side's killing me.
I swear I can hear my own heart.
Listen to me--
OH MY GOD!!!
Listen to me--
Gwen, you listen to me, I don't care what Aunt May says-- I don't care what Aunt May does...
You get her as far away from here as you possibly can.
I don't care if you have to hit her on the head with a hammer and carry her over your shoulder!!
You get her out of here!!!
Peter, you're--you're bleeding...
You hear what I said??!!
You get her out of here!!

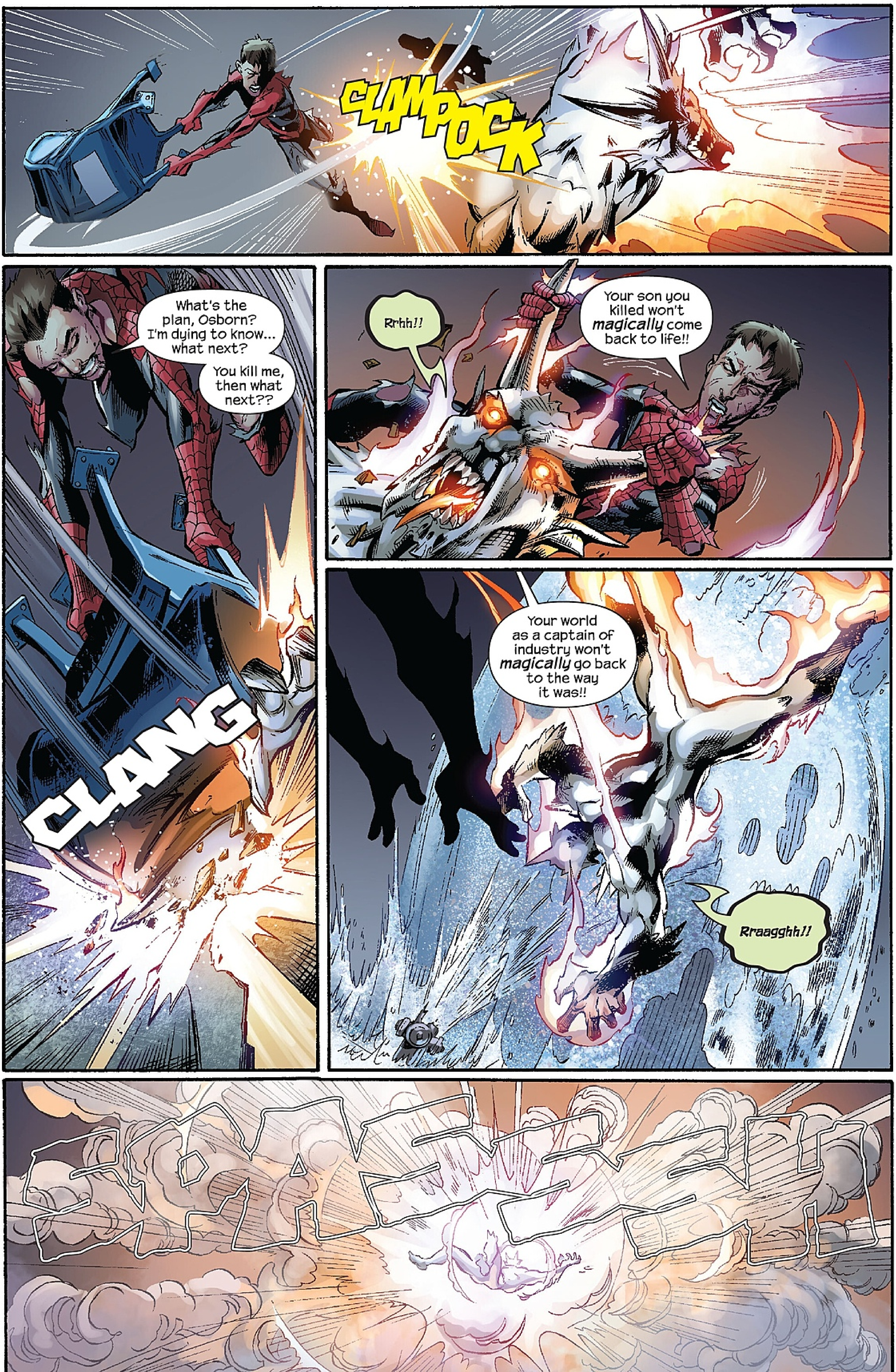
NNAARGH!
CRACK
Okay.
Ow.
Agh!
I am bleeding bad now.
CRASH
I can't do this--I can't do this alone.
Hey, Norman, could you do me a favor?
Just stay right here...and practice...your crazy.
I'll be right... back.

Parker!!
Yeah yeah...
Hold that thought.
Come on, Aunt May... listen to Peter.
He's hurt!!
We have to get out of here. We have to call the police.
He's bleeding!
We have to get out of here.
Johnny-- Johnny, I need you to wake up, pal.
Spider-Man to...ugh... Human Torch.
Johnny Storm!!
WAKE UP!!
Wassgoinonnnn??
I'm kind of in a, nnn, really bad situation here.
I really do need your help.
I remember.
Get out of the way.

FLAME ON!!
Hey, crazy!!
I've been wanting to do this to you, don't even want to know how long.
Hrrghh!!
Come on!!
Burn you %$&#@, burn!!
Jeez...

Johnny!!
Ugh!!
Probably should have woken up Iceman instead.
Goblin's powers are fire-based.
FALUMNP
I'm sorry. He's too-- it's too--
Okay, so, fire's probably the worst thing I could have thrown at him.
He absorbed it all. He took it in.
All of it.
So dizzy now...
The power of the Human Torch sucked into the power of the Green Goblin...

Aimed right at my face!!
FABOOM
Parker!!!
PARKER!!


CLAMPOCK
What's the plan, Osborn? I'm dying to know... what next?
You kill me, then what next??
CLANG
Rrhh!!
Your son you killed won't *magically* come back to life!!
Your world as a captain of industry won't *magically* go back to the way it was!!
Rraagghh!!

And your hair...won't magically come...
...into fashion.
But you'll be dead.
Well, yeah...
There is that...

VRROOOM

VRROOOM
BOOM
Agh!!
POOF
CRACK
Rraagh!!
SLAM
Oh no... Ow.
SMAASH
Aaaiiee!!

Did I get him?
You're insane. Did you steal this van?
It was just there.
You stole a van??
You're welcome.
Now get the hell out of here!!
Aaaiieee!!
THWAPP
AGH!
This is the day of reckoning, Parker.
I'm delivering God's message.
God wants this to happen.

SHUT UP!!
SMASH

I will destroy your family like you destroyed mine!!
I will kill everyone you know!!
Could you do it--
Quietly!
SMASH
There you go.
Ow!

AAAIIEE!

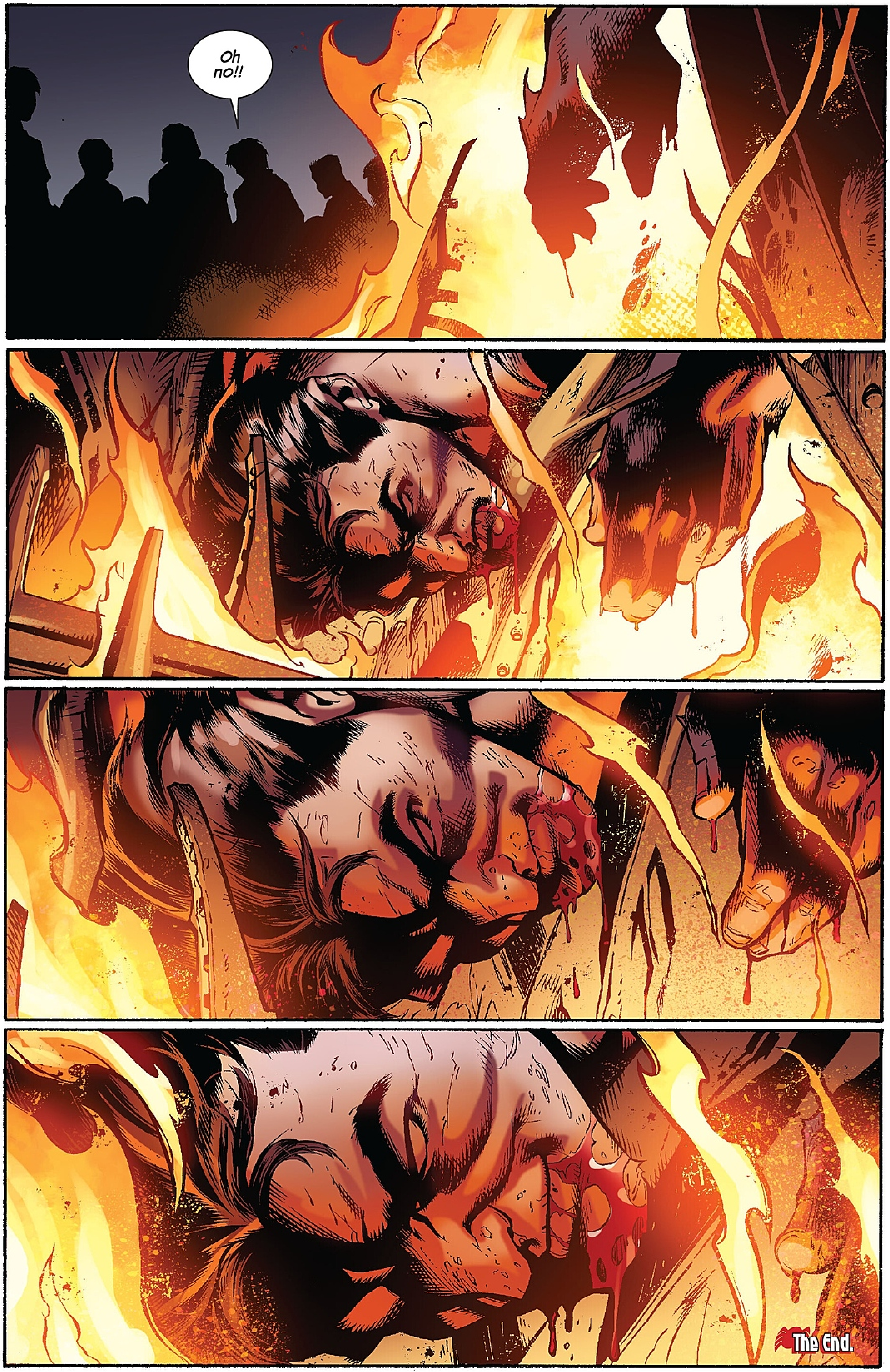
FALUMP
Oh my god... Peter.
I think you got him.
Good.
Yeah, that's... that's about all I...had.
Peter!!

Oh my God, Peter.
We have to get you to a hospital!!
Are you crazy? You can't move him!!
I can fly him.
Has anyone called 911??!!
Is anybody a doctor??
We can't be here, Aunt May!!
He specifically told us--!!
Leave me alone!!

SOMEBODY DO SOMETHING!!!
Oh no. Oh no...
Queens. Forest Hills. We have a-- there's a--you know? Then get here!!
He's really hurt.
What did you do, boy? What did you do?

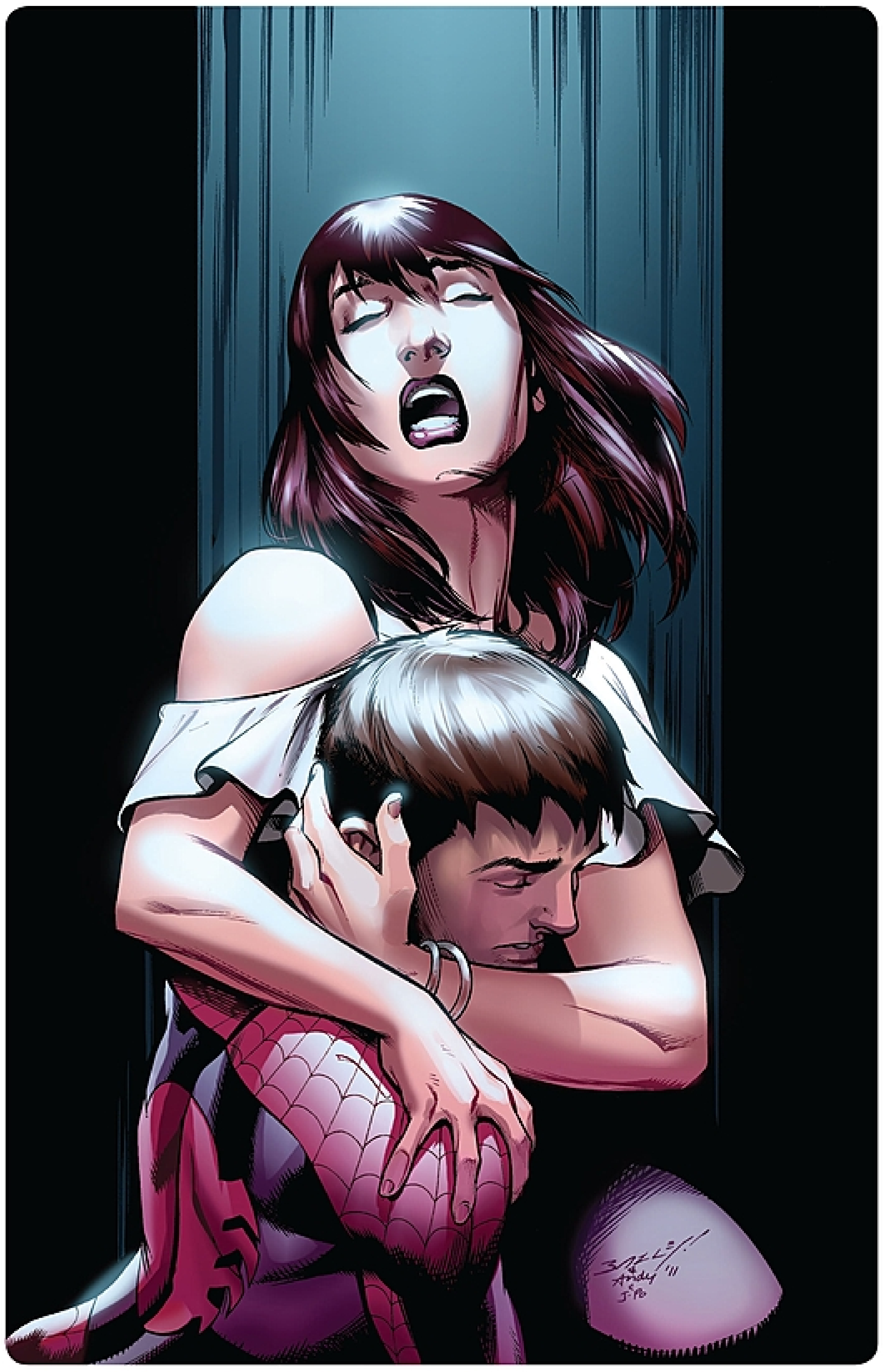
It's okay.
I--I did it.
Just--just hold on. The ambulance is--
Don't you see...it's okay.
I did it.
I couldn't save him.
Uncle Ben. I couldn't save him...
No matter what I did.
But I saved you.
I did it.
I did...

Nooo!!
Oh god!
Not him too!!
PLEASE!! Not him too!!
Oh god!! Please!!
Please no!!

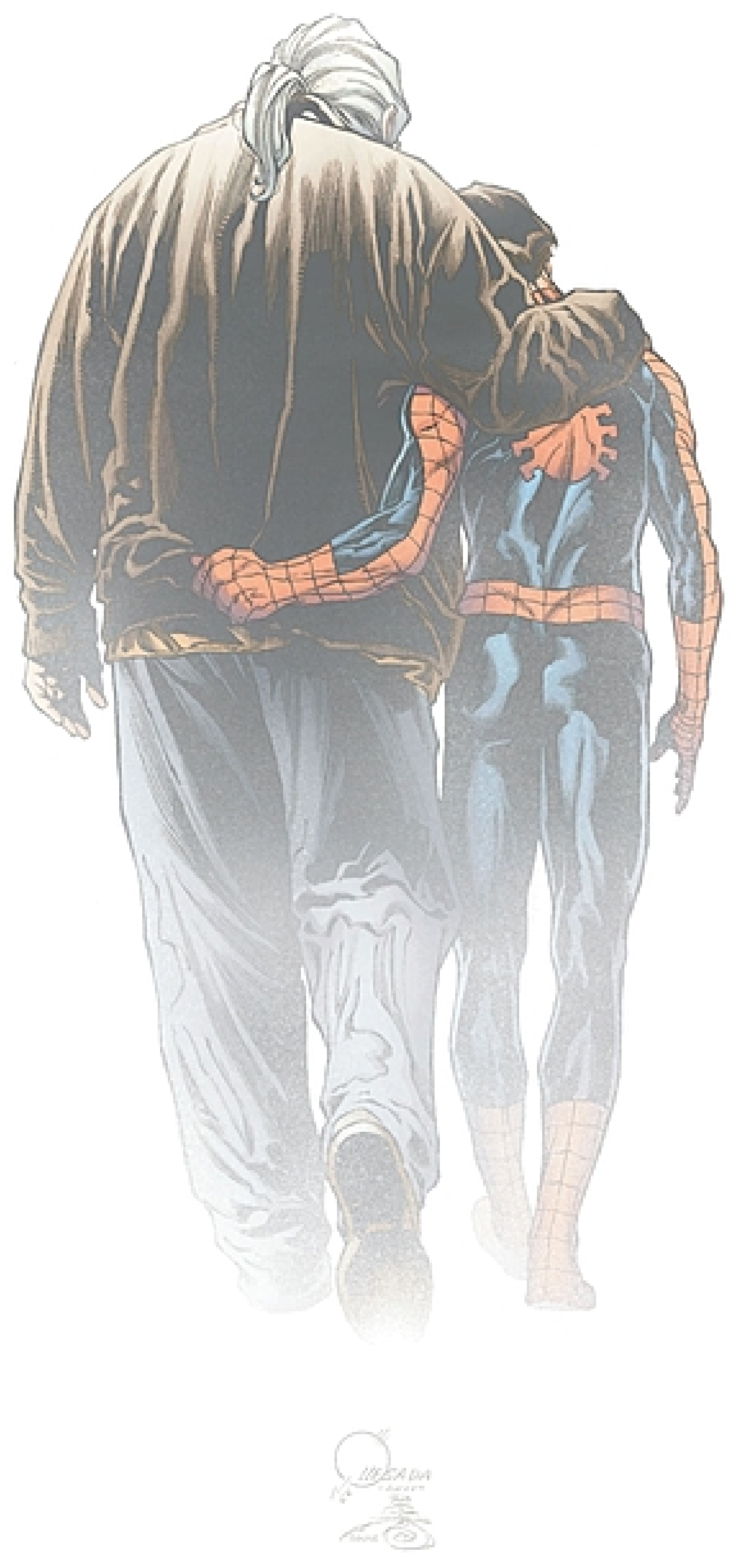

Oh no!!
The End.

#159 VARIANT
BY FRANK CHO & JASON KEITH

#160 SPOILER VARIANT
BY MARK BAGLEY, ANDY LANNING & JUSTIN PONSOR



#160 VARIANT
BY JOE QUESADA, DANNY MIKI & RICHARD ISANOVE



#160 SKETCH VARIANT
BY JOE QUESADA

#160 VARIANT
BY MICHAEL KALUTA

“Writer Brian Bendis really gets the voice of teens, and he writes one of the smartest, funniest versions of Spidey ever. The finale is action-packed, as well. Seriously, this is one brutal, shocking fight to the finish. You’ll feel exhausted just reading it.” — *BigShinyRobot.com*

“Mark Bagley’s pencils bring forth a sense of recognition and consistency. Bagley delivers some incredible stuff here, far surpassing anything I can recall seeing.” — *IGN.com*

PETER PARKER LEARNED THE HARD WAY THAT WITH GREAT POWER, THERE MUST ALSO COME GREAT RESPONSIBILITY.

Almost from the moment he became Spider-Man, Peter has been haunted by the memory of his beloved Uncle Ben — murdered by a common thief, a man the headstrong teen had refused to stop when he had the chance just a few days earlier. With Uncle Ben’s death, Peter learned dearly the valuable lesson that with great power, there must also come great responsibility. Now, can Peter summon the necessary power, and bear the weight of responsibility for one more battle? His Aunt May is there. So is his girlfriend Mary Jane Watson. As Spider-Man fights on with a seemingly mortal wound, their lives hang in the balance as well as his. Can Spidey succeed where he previously failed? Will he have to give his life to earn redemption? Uncle Ben is dead. What will Peter do to keep Aunt May alive?

Collecting *Ultimate Comics Spider-Man #156-160* by the award-winning creative team of writer Brian Michael Bendis (*Avengers*) and artist Mark Bagley (*Justice League of America*).

T+

MARVEL